



RECORDATION NO. 24684 FILED

November 4, 2003

NOV 05 '03 1:33 PM

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Please find enclosed, two (2) originals of the Memorandum of Railroad Equipment Lease Agreement dated as of May 15, 2003 between the following parties:

Lessee: Allied Enterprises, Inc.
306 Emma Street
Springdale, AR 72764

Lessor: Joseph Leasing Ltd.
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, twelve (12) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated May 15, 2003 related to twelve (12) railcars bearing reporting marks TKEN 700-711, inclusive

Please file this agreement as a primary document. The amount of \$30.00 is included on the enclosed check for the filing fees for this document. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 621-8770 ext. 4137.

Sincerely,

A handwritten signature in black ink, appearing to read "Barbara A. Brzezicki".

Barbara A. Brzezicki
Contract Administrator

Enclosures



Corporate Offices: 300 Pike Street, Cincinnati, OH 45202-4222
Mail Address: P.O. Box 1077, Cincinnati OH 45201-1077
513-929-4500 FAX 513-345-4422

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**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

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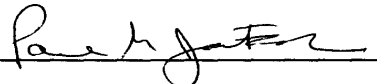
SURFACE TRANSPORTATION BOARD

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 15th day of May, 2003, is intended to evidence the lease dated as of May 15, 2003 (the "Lease"), between **JOSEPH LEASING LTD.**, an Ohio limited liability company ("Lessor"), and **ALLIED ENTERPRISES, INC.**, an *Arkansas* corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the twelve (12) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

JOSEPH LEASING LTD.

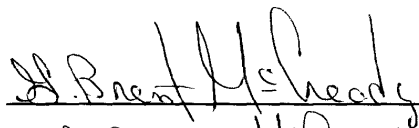
ALLIED ENTERPRISES, INC.

By: 

Name: Paul G. Jantsch

Title: Committee Member

Date: 8-4-03

By: 

Name: G. BRENT MCCREADY

Title: PRESIDENT

Date: 7-31-03

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 7th day of August,
_____, 2003, by Paul G. Jantsch, a Committee Member of Joseph Leasing Ltd., an
Ohio limited liability company, on behalf of the company.



Linda M. Baughman
Notary Public

STATE OF Arkansas)
) SS:
COUNTY OF Washington)

The foregoing instrument was acknowledged before me this 31st day of
July, 2003, by G. Brent McCuey, the President
of Allied Enterprises, Inc., a _____ corporation, on behalf of the
corporation.

Maria Andreadis
Notary Public

My Commission expires:

July 15, 2008

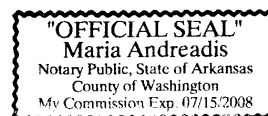


EXHIBIT A

To the Memorandum of Lease dated May 15, 2003, between Joseph Leasing Ltd. and Allied Enterprises, Inc.

DESCRIPTION OF UNITS

Twelve (12) railcars bearing reporting marks:

<u>OLD NUMBER</u>	<u>NEW NUMBER</u>
CAGY 2733	TKEN 700
CAGY 2737	TKEN 701
CAGY 2751	TKEN 702
CAGY 2758	TKEN 703
CAGY 2773	TKEN 704
CAGY 2781	TKEN 705
CAGY 2783	TKEN 706
CAGY 12000	TKEN 707
CAGY 12012	TKEN 708
CAGY 12023	TKEN 709
CAGY 12025	TKEN 710
CAGY 12026	TKEN 711